

ORIGINALUNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

WAYNE BERRY,

Plaintiff,

vs.

DEUTSCHE BANK TRUST COMPANY AMERICAS (FKA BANKERS TRUST COMPANY) and JP MORGAN CHASE BANK in their separate capacities and as agents for the pre- and post-petition lenders of Fleming Companies, Inc.; GENERAL ELECTRIC CAPITAL CORPORATION; C&S WHOLESALE GROCERS, INC.; THE POST-CONFIRMATION TRUST OF FLEMING COMPANIES, INC.; ROBERT KORS; CORE-MARK HOLDINGS INC. and DOES 1 to 200,

Defendants.

Case No.: 1:07-CV-07634 (WHP)

ECF Case

MOTION TO ADMIT COUNSEL PRO HAC VICE

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Richard L. Wynne, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Applicant's Name:	Michael Edward Baumann
Firm Name:	Kirkland & Ellis LLP
Address:	777 South Figueroa Street, 37th Floor
City/State/Zip:	Los Angeles, CA 90017
Phone Number:	213-680-8400
Fax Number:	213-680-8500

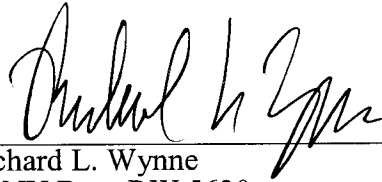
This Court has already admitted Michael Edward Baumann *pro hac vice* as counsel for Deutsche Bank Trust Company Americas and JP Morgan Chase Bank, but this motion seeks to admit him *pro hac vice* as counsel for recently-added defendants the Post Confirmation Trust and

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Robert Kors. Michael Edward Baumann is a member in good standing of the bar of the State of California. There are no pending disciplinary proceedings against Michael Edward Baumann in any State or Federal Court.

Dated: March 4, 2008

New York, New York

A handwritten signature in cursive script, appearing to read "Richard L. Wynne", written over a horizontal line.

Richard L. Wynne
SDNY Bar: RW 5630
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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COMPANY) and JP MORGAN CHASE BANK
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AFFIDAVIT OF RICHARD L. WYNNE
IN SUPPORT OF MOTION TO ADMIT COUNSEL PRO HAC VICE

Richard L. Wynne, being duly sworn, hereby deposes and says as follows:

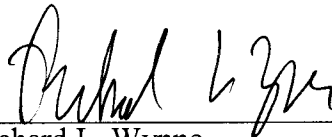
1. I am a partner at Kirkland & Ellis LLP, counsel for Robert Kors and the Post Confirmation Trust. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit Michael Edward Baumann as counsel *pro hac vice* to represent Robert Kors and the Post Confirmation Trust in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on April 11, 1983. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Michael Edward Baumann since July, 2001.
4. Mr. Baumann is a partner at Kirkland & Ellis LLP, in Los Angeles, California.
5. I have found Mr. Baumann to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Michael Edward Baumann, *pro hac vice*.
7. I respectfully submit herewith a proposed order granting the admission of Michael Edward Baumann, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Michael Edward Baumann, *pro hac vice*, to represent the Defendant in the above captioned matter, be granted.

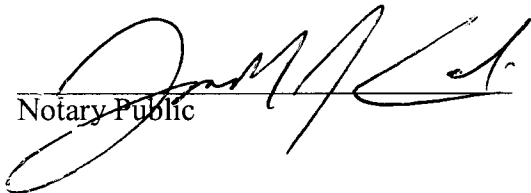
Dated: March __, 2008

New York, New York



Richard L. Wynne
SDNY Bar: RW 5630
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500

Sworn before me this 4th day of March __, 2008


Notary Public

JOSEPH J. CALI
Notary Public, State of New York
No. 01CAS015523
Qualified in New York County
Commission Expires July 19, 2009



THE STATE BAR OF CALIFORNIA

MEMBER SERVICES CENTER

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

February 29, 2008

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, MICHAEL EDWARD BAUMANN, #145830 was admitted to the practice of law in this state by the Supreme Court of California on January 31, 1990; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in black ink, appearing to read "Kath Lambert", is written over a horizontal line.

Kath Lambert
Custodian of Membership Records

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ECF Case

ORDER FOR ADMISSION PRO HAC
VICE ON WRITTEN MOTION

ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION

Upon motion of Richard L. Wynne, attorney for defendants Robert Kors and the Post
Confirmation Trust and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name:	Michael Edward Baumann
Firm Name:	Kirkland & Ellis LLP
Address:	777 South Figueroa Street, 37th Floor
City/State/Zip:	Los Angeles, CA 90017
Phone Number:	213-680-8400
Fax Number:	213-680-8500

is admitted to practice pro hac vice as counsel for defendants Robert Kors and the Post
Confirmation Trust in the above captioned case in the United States District Court for the
Southern District of New York. All attorneys appearing before this Court are subject to the

Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated:

New York, New York

United States District/Magistrate Judge

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ECF Case

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

I, Joseph J. Cali, being duly sworn, depose and says:

1. I am not a party to this action and am over 21 years of age.
2. I am employed in the law firm of Kirkland & Ellis LLP, attorneys for Robert Kors and the Post Confirmation Trust.
3. On March 5, 2008, I cause to be served true copies of a Motion to Admit Counsel *Pro Hac Vice* of Michael Edward Baumann, Order for Admission *Pro Hac Vice* on Written Motion, Affidavit of Richard L. Wynne and Affidavit of Service were served by: (1) transmitting via electronic mail to the person at the electronic addresses set forth below in the above-entitled action; and (2) U.S. Mail by depositing true copies of these documents enclosed in post-paid wrappers in an official depository under the exclusive custody and control of the United States Postal Service within the State of California, addressed as follows:

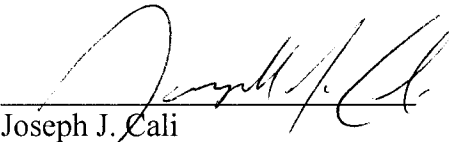
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Attorneys for General Electric Capital Corp.

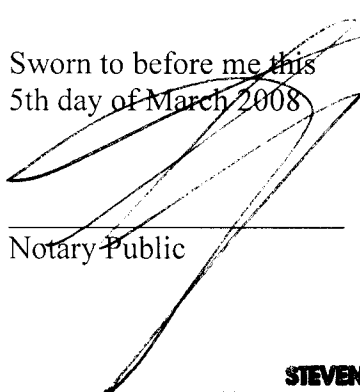
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Raina P.B. Sushiken, Esq.
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*Attorneys for Defendants Deutsche Bank Trust
Company Americas and J.P. Morgan Chase Bank*



Joseph J. Cali

Sworn to before me this
5th day of March 2008



Notary Public

STEVEN WATTENBERG
Notary Public, State of New York
No. 01WA4946154
Qualified in New York County
Commission Expires 1/27/2011